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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re : Chapter 11 Case No.
: :
: : 09-50026 (REG)
MOTORS LIQUIDATION COMPANY, *et al.* : :
f/k/a General Motors Corp., *et al.* : (Jointly Administered)
: :
Debtors. : :
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**NOTICE OF WITHDRAWAL OF CLAIM OF
M-HEAT INVESTORS, LLC [CLAIM NO. 1769]**

M-Heat Investors, LLC (“M-Heat”), by and through its undersigned attorneys, hereby withdraws its proof of claim designated claim no. 1769 in accordance with that certain settlement agreement by and among M-Heat, the Debtors and Basil Simon, in his capacity as Chapter 7 trustee for the estate of Microheat, Inc.

Dated: March 31, 2011

BARNES & THORNBURG LLP
Attorneys for M-Heat Investors, LLC

By: /s/John T. Gregg
John T. Gregg
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CERTIFICATE OF SERVICE

I hereby certify that on March 31, 2011, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system, which sent notification of such filing to all attorneys of record.

/s/ John T. Gregg